

EXHIBIT 8



April 16, 2002

VIA FACSIMILE AND REGULAR MAIL

Sills Cummis Radin Tischman Epstein & Gross, P.A.,
Attn: Andrew Sherman
Qwest
One Riverfront Plaza
Newark, NJ 7102

Dear Sir or Madam:

As you know, Winstar Holdings, LLC, and its subsidiaries and affiliates ("New Winstar"), is the buyer of substantially all the assets of Winstar Wireless, Inc. and its subsidiaries and affiliates ("Old Winstar"). Old Winstar provides essential basic local services, including critical connectivity to E911 service, as well as interexchange and high-speed data services to business customers and approximately 250 Federal, state and local governments and agencies, including the Federal Bureau of Investigation, the Bureau of Alcohol, Tobacco and Firearms, the United States Air Force, the United States Army, the Department of Defense, the Federal Aviation Administration, the Department of Justice and several Federal Courts.

Over the past weeks, New Winstar has requested that Qwest provide it with certain underlying network facilities that it needs in order to provide service to its acquired customers. For your convenience, an updated spreadsheet listing all of the requested facilities is attached hereto. As in any customer base transfer situation, it is important that this transition be made in a streamlined, orderly manner, thus avoiding the type of "disconnect and reconnect" scenarios that the Federal Communications Commission has indicated would be extremely detrimental to the public.⁵ In the current transaction, that need is even more compelling, given that the customers being transferred are relying on continued and uninterrupted basic local exchange and other services not only for their businesses, but also for essential public safety services. Any disconnection of service could result in considerable financial loss to customers or, even worse, a danger to the health and safety of their employees and others. Perhaps even more critical,

Public Notice, "Requirements for Carriers to Obtain Authority Before Discontinuing In Emergencies and Northpoint Communications, Inc. Authority to Discontinue Service," DA 01-1257; 16 FCC Rcd 10924; 2001 FCC LEXIS 2803 (May 22, 2001).

April 16, 2002

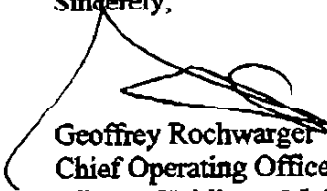
Page 2

any disruption of services to the large number of government agencies and authorities whose services are also being transferred would raise substantial issues of national security.

Accordingly, New Winstar remains committed to working with Qwest to "quickly and efficiently handle customer transfers in a manner that is minimally disruptive to end users", including continued and timely prepayment for services provided by Qwest during this transfer period.⁶ The attached list identifies circuits serving Old Winstar subscribers that are to be transferred to New Winstar, including facilities that have been recently identified and therefore not included in previous lists we have provided, and also identifies those circuits currently serving Old Winstar subscribers who are scheduled to be discontinued in the near future, subject to applicable state and Federal law.

In the event Qwest does not intend to cooperate and, indeed, to meet its obligations to assist in an orderly subscriber transfer, please provide at least two business days notice prior to any subscriber disruption or disconnection so that we may alert the affected subscribers and undertake all means necessary to prevent the harm likely to result from the loss of service.

Sincerely,



Geoffrey Rochwarger
Chief Operating Officer
Winstar Holdings, L.L.C.

Attachment

1a

TOTAL P.03

TeleCarrierCircuitID

74HCCS431583PN
 24YBG1293980ACSO
 14YBG1001816ACSO
 64HCC142391MS
 14YBG1001487ACSO
 24YBG1001601ACSO
 74YBG1001458ACSO
 74YBG1001430ACSO
 15YBG1001371ACSO
 70YBG1001091ACSO
 72YBG132958
 14HCC13997437MS
 14YGC1A001481001ACSO
 64YGC1A001361001ACSO
 74YGC1A001971001ACSO
 24YGC1A001441001ACSO
 14YGC1A167739001ACSO
 74YGC1A001605001ACSO
 46YGC1A001005001ACSO
 24YGC1A001622001ACSO
 24YGC1A001577001ACSO
 24YGC1A293434001ACSO
 74YGC1S001453ACSO
 72YGC1S001325ACSO
 72YGC1S001347ACSO
 101T1ZFMPPYUFWHACSLKCUTMAK07
 101T1ZFPNFAGZGWHAAASCDLAZMAK09
 101T1ZFSCDLAZMAK09TEMQAZELHAA
 101T1ZFDNVRCOMAK13DNVUCO80HAA
 101T1ZFCSPRWYFSHAACSPRWYMAK01
 101T1ZFDNVRCODCK02LTNCOORSHAA
 101T1ZFAURRCO12HAHDNVRCODCK02
 101T1ZFDNVRCOMAK13DNVSCOIBHAA
 101T1ZFCHYNWYIDHAACHYNWYMAK01
 101T1ZFAUBNWAHCHACTACMWAFK21
 70YCGA52921001ACSO
 72YCGA001428001ACSO
 74YCGA001434001ACSO
 24YCGA001826001ACSO
 72QTEA36134ACSO
 74HCGS433867PN
 74YCGA001743001ACSO
 76YCGA001221001ACSO
 14YCGA001497ACSO
 70YCGA001149ACSO
 76YCGA001283ACSO
 76YCGA39124ACSO
 74YCGA001604ACSO
 72YCGA001682ACSO
 14YCGA001773ACSO
 74YCGA002104ACSO

BAN

206R812114809
 303C086026026
 602C086023023
 801R083183418
 602C086023023
 303C086026026
 206C086022022
 206C086022022
 612C086020020
 541C076010010
 503C086031031
 602R080715815
 602C086023023
 801C086016016
 206C086026026
 303C086026026
 602C086021021
 206C086026026
 406C086020020
 303C086026026
 303C086026026
 303C086023023
 206C086022022
 503C086033033
 503C086033033
 801C086016016
 602C086023023
 602C086021021
 303C086026026
 307C086005005
 303C086026026
 303C086026026
 303C086026026
 307C086005005
 206C086022022
 541C086002002
 503C086033033
 307C086005005
 303C086026026
 503C086031031
 206R817459144
 206C086026026
 509C086020020
 602C086023023
 503C086032032
 509C086020020
 509C086020020
 206C086022022
 503C086033033
 602C086023023
 206C086022022

Telco Carrier Circuit ID

14YGGGA122414001ACSO
64YGGGA001480ACSO
16YGGGA001131ACSO
51YGGGA96391ACSO
70YGGGA44706ACSO
72YGGGA001604ACSO
14YGGGA001454ACSO
54YGGGA001190ACSO
76YGGGA40140ACSO
72LGGGA403382PN
70YGGGA001166ACSO
64XHGGGA131288MS
34YGGGA95781ACSO
24YBGA293698ACSO
74HCGGA3428457PN
72HCGGA400124PN
76HCGGA404894PN
74HCGGA3430147PN
74HCGGA3429624PN
74HCGGA3429032PN
74HCGGA3430039PN
74HCGGA3428415PN
74HCGGA3425154PN
74HCGGA3428377PN
76YEGGA330547ACSO
33YEGGA95389ACSO
74HCGGA3425062PN
72HCGGA3415330PN
74YBGA39818ACSO
26YBGA294159ACSO
15YBGA107368ACSO
74HCGGA3426263PN
74YBGA3137186ACSO
15HCGGA374798NW
74HCGGA3429147PN
74HCGGA3429161PN
74HCGGA3429942PN
74YBGA162212ACSO
74HCGGA3429553PN
74HCGGA3428319PN
74HCGGA3429051PN
74HCGGA3430095PN
15HCGGA374088NW
74HCGGA3413124PN
86HCGGA3403831GTEW
76YBGA43767ACSO
16YBGA001074ACSO
72YBGA135684ACSO
72HCGGA3406425PN
70YBGA145856ACSO
72YBGA001140ACSO

BAN

520D087925925
435C077003003
602C086024024
605C086004004
503C086032032
503C086031031
320C086010010
505C076005005
509C076008008
503R812229990
541C076010010
801R087010010
319C076007007
303C076016016
206R812114809
503R817434971
509R812138203
206R812114809
206R817459144
206R812114809
206R812114809
206R817459144
206R812114809
206R817459144
509C086020020
319C086012012
206R812114809
503R812229990
206C086022022
719C076001001
612C086020020
206R812114809
206C086022022
612R622310410
206R812114809
206R812114809
206R812114809
206C086022022
206R812114809
206R812114809
206R812114809
206R812114809
612R622310410
206R812115215
509R817489061
509C086020020
602C086024024
503C086033033
503R817216890
541C086002002
503C076007007

Telco Carrier Circuit ID

74YBG A001385ACSO
74HCG S425232PN
74HCG S418028PN
15YBC A001253ACSO
24YBC A001378ACSO
24YDG S516351ACSO
74YBG A001105ACSO
76YBG A001044ACSO
74HCG S421823PN
74HCG S429249PN
74HCG S428890PN
15HCG S3081028NW
64YBG A001574ACSO
15YBG A001250ACSO
15YBG A001283ACSO
16YBG S5168163ACSO
32YBG A97135ACSO
76YBG A46754ACSO
76YBG A001051ACSO
74YBG A001333ACSO
74YBG A847049ACSO
24YBG A268890ACSO
24YBG A293815ACSO
24YBG A001353ACSO
74YBG A155467ACSO
74YBG A139649ACSO
76YBG A143511ACSO
33YBG A95409ACSO
14HCG S980750MS
14HCG S980569MS
64HCG S5126676MS
74YBG A38803ACSO
24HCG S611297MS
86HCG S400479GTEW
74YBG A40055ACSO
64YBG A612847ACSO
64YBG A001086ACSO
54YBG A001052ACSO
34YBG A001008ACSO
74YBG S154732ACSO
34YBG S392331ACSO
15HCG S082073NW
74HCG S430024PN
26YBG S293892ACSO
72HCG S401718PN
14YBG A281079ACSO
16YBG A269880ACSO
76YBG S136734ACSO
76YBG S35039ACSO
16YBG A168112ACSO
15HCG S58841NW

BAN

206C086022022
206R812114809
206R812114809
612C086020020
303C086026026
303C086026026
206C086022022
509C076008008
206R812114809
206R812114809
206R812114809
612R622310410
801C086016016
612C086020020
612C086020020
602C086024024
515C086013013
509C086020020
509C086020020
206C086026026
307C086005005
303C086026026
303C086026026
303C086026026
206C086021021
206C086022022
509C086020020
319C086012012
602R080715815
602R080715815
801R084211311
206C086022022
303R084001201
206R817459144
206C086022022
801C086016016
801C086016016
505C086008008
208C086010010
206C086022022
208C086010010
612R622310410
206R812114809
719C086020020
503R812230975
602C086021021
602C086024024
509C086020020
509C086020020
520C076007007
612R623139139

Telco Carrier Circuit ID

24HCGS13707MS
24HCGS13333MS
74HCGS128403PN
16YBG168113ACSO
15YBG106096ACSO
24YBG1293910ACSO
26HCG1608740MS
70YGG1145036001ACSO
72YBG132958ACSO
74HCG1412175PN
74HCG1428272PN
15HCG1077693NW
34HCG1616879MS
16HCG1707977MS
72HCG13406505PN
76HCG13405224PN
76HCG13401786PN
11YBG1495173ACSO
85HCG13401967GTEW
72HCG13404265PN
74HCG13413336PN
64YGG1A612749001ACSO
34YBG13392456ACSO
74YBG13148747ACSO
74YBG13140746ACSO
74HCG13417347PN
33HCG13552345NW
15YGG1A101226001ACSO
74YBG13143308ACSO
74YBG13140753ACSO
72YBG13144419ACSO
34HCG138613122MS
34HCG13338798MS
24HCG13515392ACSO
72HCG13411327PN
14HCG13991333MS
64HCG13127265MS
76HCG13405075PN
76HCG13400906PN
14HCG13191832ACSO
14XFG13969442MS
72HCG13409846PN
74HCG13429760PN
74HCG13418549PN
72HCG13402119PN
14YGG1GA281288001ACSO
72YGG1GA51750001ACSO
72HCG13411056PN
74HCG1332962ACSO
72HCG13408737PN
74HCG13416877PN

BAN

303R084001201
303R084001201
206R817459144
520C076007007
612C076003003
303C086026026
719R084001101
503C086032032
503C086031031
206R812114809
206R812114809
612R622310410
208R082010101
602R080303403
503R812229990
509R812115175
509R812115175
507C076005005
503R817434971
503R817216890
206R812114809
801C086016016
208C086010010
206C086021021
206C086021021
206R812114809
319R623138138
612C086020020
206C086022022
206C086022022
503C086033033
208R082010101
208R082010101
303C086026026
503R812230975
602R080715815
801R084211311
509R812115175
509R812115175
602C086023023
602R080715815
503R812229990
206R812114809
206R812115215
503R812230975
602C086023023
503C086033033
503R812229990
360C086001001
503R812229990
206R812115215

Telco Carrier Circuit ID

74HCCS416774PN
 72HCCS409495PN
 74HCCS405161PN
 26YBCS293894ACSO
 76HCCS400666PN
 74YBCS141446ACSO
 74YBCS147868ACSO
 42YCKA96000001ACSO
 24YGG1001472001ACSO
 74YGG1001454001ACSO
 24HCCS600665MS
 24HCCS610146MS
 72QGES30977ACSO
 74HCCS3421512PN
 76HCCS3402266PN
 14YGG1A167737001ACSO
 14YGG1A001411001ACSO
 74YGG1A53178001ACSO
 74YGG1A37985001ACSO
 74YGG1A847121001ACSO
 86HCCS407034GTEW
 26YBCS294083ACSO
 24YBCS294074ACSO
 24YBCS293891ACSO
 26YBCS294097ACSO
 85HCCS405230GTEW
 74XHGS408887PN
 70YGG1A38346001ACSO
 16XHGS704731MS
 74XHGS408633PN
 14YGG1A168280001ACSO
 74YGG1A001401001ACSO
 72YGG1A001212001ACSO
 76HCCS404686PN
 76XHGS403432PN
 76YGG1A39068ACSO
 74YBCS40100ACSO
 70XHGS401712PN
 74HCCS429584PN
 24YGG1A268853001ACSO
 70XHGS400907PN
 44XHGS659734MS
 14YGG1A001250001ACSO
 24YGG1A214025001ACSO
 24YGG1A294055001ACSO
 76YGG1A39067ACSO
 46YGG1A421857ACSO
 72XHGS408750PN
 72XHGS402587PN
 76YGG1A50313ACSO
 70XHGS402368PN

BAN

206R812114809
 503R812229990
 206R812115215
 719C086020020
 509R817489061
 206C086022022
 206C086022022
 308C086027027
 303C086026026
 206C086026026
 303R084001201
 303R084001201
 503C086031031
 206R812114809
 509R817620372
 602C086021021
 602C086023023
 206C086022022
 206C086022022
 307C086005005
 206R817459144
 719C086020020
 303C086026026
 303C086026026
 719C086020020
 503R817716890
 206R812115215
 503C086032032
 602R080303403
 206R812115215
 602C086023023
 206C086026026
 503C086033033
 509R817489061
 509R812115175
 509C086020020
 206C086022022
 503R817414146
 206R817459144
 303C086026026
 503R812234829
 406R083333433
 602C086021021
 303C086026026
 303C086026026
 509C086020020
 406C086020020
 503R812229990
 503R812230975
 509C086020020
 503R812234829

Telco Carrier Circuit ID

70XHGS402853PN
64YGG A000373001ACSO
14YGG A168281001ACSO
70YGG A137406001ACSO
72YGG A39489001ACSO
72YGG A51127001ACSO
44YGG A422017001ACSO
74YGG A41889001ACSO
24YGG A214128001ACSO
74YGG A35806001ACSO
74YGG A35916001ACSO
74YGG A49163001ACSO
74HCG A413841PN
24YGG A293876ACSO
72XHGS402181PN
15YGG A001043001ACSO
76XHGS402382PN
74YGG A847060ACSO
72XHGS404613PN
44XHGS659186MS
64YGG A001073001ACSO
14YGG A168126001ACSO
54YGG A500258001ACSO
72YGG A53035001ACSO
72YGG A48145001ACSO
24YGG A001065001ACSO
24YGG A001186001ACSO
34YGG A001087001ACSO
74YGG A50316001ACSO
74YGG A47073001ACSO
76XHGS401204PN
14YGG A269774ACSO
14YGG A262840ACSO
64YGG GS612809ACSO
74XHGS404804PN
76XHGS401339PN
76XHGS401980PN
76HCG GS406385PN
74HCG GS409471PN
74HCG GS416602PN
74HCG GS404944PN
76HCG GS406386PN
70XHGS400485PN
85HCG GS407830GTEW
85HCG GS401329GTEW
72HCG GS402605PN
76YHGS4670ACSO
70YHGS34766ACSO
76YHGS45751ACSO
101T1ZFSLKCUTMAK07WVCYUTGNHAA
101T1ZFSLKCUTMAK07WVCYUTGKHAA

BAN

503R812234829
801C086016016
602C086023023
503C086032032
503C086033033
503C086033033
406C086018018
206C086022022
303C086026026
206C086022022
206C086022022
206C086026026
206R817459144
303C086026026
503R812229990
612C086020020
509R812115175
307C086005005
503R812230975
406R083145245
801C086016016
602C086023023
505C086008008
503C086033033
503C086033033
303C086026026
303C086026026
208C086012012
206C086022022
206C086022022
509R812115175
602C086023023
602C086023023
801C086016016
206R812115215
509R812138203
509R812138203
509R812138203
206R812115215
206R812114809
206R812115215
509R812115175
503R812234829
503R817216890
503R817434971
503R817434971
509C086020020
503C086032032
509C086020020
801C086016016
801C086016016

Telco Carrier Circuit ID

101T12FSLK CUTMAK07SLKEUTCYHAA
 101T12FCLSPCOMAK02CLSPCOYBHAE
 102T12FMPLSMND1K05MPLSMNMRN04
 101T12FLEHIUTBNHAAPROVUTMAK10
 101T12FPHNEAZMRHAATEMPAZMAK02
 101T12FPINXAZKOHANPHNXAZMAK03
 101T12FPHNEAZBUHAAPHNXAZMAK03
 101T12FPHNXAZMAK03PHNXAZPBHAA
 101T12FPHNAAZ46HAAPHNXAZMAK03
 101T12FEUGNORVIHAAEUGNOR53K22
 101T12FEUGNORKTHGEEUGNOR53K22
 101T12FPASCWADWHACPAWCWA01K22
 101T12FSPKMWAPDHAASPKNWA01K22
 101T12FUNGFWAALHACYAKMWA02K22
 101T12FPTLDORQPHAJPTLDOR69K22
 101T12FPTLDOR13K22PTLGORBZILAA
 101T12FPTLDOR13K22PTLGORZAHAA
 101T12FSCDLAZALHAISCDLAZMAK09
 101T12FBLLVWARBHTFSTTLWA06K23
 101T12FBLNGMTASHAABLNGMTWEK01
 101T12FMSSLMTGWHAAMSSLMTMAK02
 101T12FBLNGMTCBHAEBLNGMTWEK01
 101T12FBLNGMTJDHAABLNGMTWEK01
 101T12FOLYMWAWSHAEOLYMWA02K22
 101T12FDNVRCODCK02ENWDCO29HAG
 101T12FDNVRCOMAK03DNVSCOA0HAC
 101T12FCMCYCODBHAADNVRCOMAK13
 101T12FPYLPWAFRHACTACMWAFK21
 101T12FPHNDAAZEMHAAAPHNXAZMAK03
 101T12FKENTWAYYHACSTTLWA06K23
 101T12FTACMWAFK21TACMWAGOHAC
 101T12FTACMWAFK21TACNWACKHAC
 101T12ZFDLTHMNATHANDLTHMNMEK01
 101T12ZFMSSLMTDMHACMSSLMTMAK02
 101T12ZFBLLVWANBHAESTTLWA06K92
 101T12ZFMRIWAAAHAESTTLWA06K23
 101T12ZFRNTNWA01K22TKWLWAMNHAC
 101T12ZFSPKNWAVXHACSPKNWA01K23
 101T12ZFPPTLDORFCHAMPTLDOR69K22
 72XHGS403075PN
 26HCGS610307MS
 70HCGS402000PN
 76HCGS403011PN
 74HCGS907040MS
 76HCGS403861PN
 76HCGS404065PN
 76HCGS400955PN
 70XHGS401703PN
 74XHGS401213PN
 64YHGA612401ACSO
 76QHEA32175ACSO

BAN

801C086016016
 719C086020020
 612C086020020
 801C086016016
 602C086023023
 602C086023023
 602C086023023
 602C086023023
 602C086023023
 541C086002002
 503C086032032
 509C086020020
 509C086020020
 509C086020020
 503C086033033
 503C086033033
 503C086033033
 602C086021021
 206C086026026
 406C086020020
 406C086018018
 406C086020020
 406C086020020
 360C086001001
 303C086026026
 303C086026026
 303C086026026
 206C086022022
 602C086023023
 206C086021021
 206C086026026
 206C086026026
 218C086028028
 406C086018018
 206C086022022
 206C086021021
 206C086026026
 509C086020020
 503C086033033
 503R812230975
 719R084001101
 503R812234829
 509R812115175
 307R084216316
 509R812115175
 509R812115175
 509R812115175
 503R812234829
 206R812114809
 801C086016016
 509C086020020